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**UNITED STATES BANKRUPTCY COURT**  
**DISTRICT OF NEVADA**

In re:

RED ROSE, INC.,

- ☐ Affects Beachhead Roofing and Supply, Inc.
- ☐ Affects California Equipment Leasing Association, Inc.
- ☐ Affects Fences 4 America, Inc.
- ☐ Affects James Petersen Industries, Inc.
- ☐ Affects PD Solar, Inc.
- ☐ Affects Petersen Roofing and Solar LLC
- ☐ Affects Petersen-Dean, Inc.
- ☐ Affects PetersenDean Hawaii LLC
- ☐ Affects PetersenDean Roofing and Solar Systems, Inc.
- ☐ Affects PetersenDean Texas, Inc.
- ☐ Affects Red Rose, Inc.
- ☐ Affects Roofs 4 America, Inc.
- ☐ Affects Solar 4 America, Inc.
- ☐ Affects Sonoma Roofing Services, Inc.
- ☐ Affects TD Venture Fund, LLC
- ☐ Affects Tri-Valley Supply, Inc.
- ☒ Affects All Debtors

CASE NO. BK-S-20-12814-MKN

Jointly Administered with  
Case No. BK-S-20-12815-MKN  
Case No. BK-S-20-12816-MKN  
Case No. BK-S-20-12818-MKN  
Case No. BK-S-20-12819-MKN  
Case No. BK-S-20-12820-MKN  
Case No. BK-S-20-12821-MKN  
Case No. BK-S-20-12822-MKN  
Case No. BK-S-20-12823-MKN  
Case No. BK-S-20-12824-MKN  
Case No. BK-S-20-12825-MKN  
Case No. BK-S-20-12826-MKN  
Case No. BK-S-20-12827-MKN  
Case No. BK-S-20-12829-MKN  
Case No. BK-S-20-12831-MKN  
Case No. BK-S-20-12833-MKN

Chapter 11

Date: December 22, 2020  
Time: 9:30 a.m.  
Location: 300 South Las Vegas Boulevard  
Courtroom 2  
Las Vegas, Nevada 89101

**ACF'S STATEMENT REGARDING MOTION FOR ORDER PURSUANT TO  
SECTIONS 105(A), 363, 365, 503 AND 507 OF THE BANKRUPTCY CODE AND  
RULES 2002, 6004, 6006, 9007, 9008 AND 9014 OF THE FEDERAL RULES OF  
BANKRUPTCY PROCEDURE APPROVING AND AUTHORIZING: (A) BIDDING  
PROCEDURES IN CONNECTION WITH THE SALE OF SUBSTANTIALLY ALL  
OF THE DEBTORS ASSETS TO THE STALKING HORSE BIDDER; (B) FORM AND**

1 **MANNER OF NOTICE OF SALE HEARING; (C) SALE OF SUBSTANTIALLY ALL**  
 2 **OF THE DEBTORS ASSETS FREE AND CLEAR OF LIENS, CLAIMS,**  
 3 **ENCUMBRANCES, AND OTHER INTERESTS, EXCEPT THE DIP FACTORING AND**  
 4 **AS PROVIDED IN THE STALKING HORSE AGREEMENT; (D) PURCHASE**  
 5 **AGREEMENT RELATING THERETO; (E) ASSUMPTION AND ASSIGNMENT OF**  
 6 **CERTAIN OF THE DEBTORS EXECUTORY CONTRACTS AND UNEXPIRED**  
 7 **LEASES RELATED THERETO; AND (F) RELATED RELIEF**

8 ACF Finco I, LP (“ACF”), by and through its counsel, the law firm of Garman Turner  
 9 Gordon LLP, hereby submits this statement regarding the *Motion for Order Pursuant to Sections*  
 10 *105(a), 363, 365, 503 and 507 of the Bankruptcy Code and Rules 2002, 6004, 6006, 9007, 9008*  
 11 *and 9014 of the Federal Rules of Bankruptcy Procedure Approving and Authorizing: (A) Bidding*  
 12 *Procedures in Connection with the Sale of Substantially All of the Debtors Assets to the Stalking*  
 13 *Horse Bidder; (B) Form and Manner of Notice of Sale Hearing; (C) Sale of Substantially all of*  
 14 *the Debtors Assets Free and Clear of Liens, Claims, Encumbrances, and Other Interests, Except*  
 15 *the DIP Factoring and as Provided in the Stalking Horse Agreement; (D) Purchase Agreement*  
 16 *Relating Thereto; (E) Assumption and Assignment of Certain of the Debtors Executory Contracts*  
 17 *and Unexpired Leases Related Thereto; and (F) Related Relief* [ECF No. 1172] (“Motion”).

18 As stated in the Motion, ACF consents to the sale proposed in the Motion. ACF does not,  
 19 however, consent to waive its secured liens in the assets subject to the sale in the Motion.

20 Dated this 21st day of December, 2020

21 GARMAN TURNER GORDON LLP

22 /s/ Mark M. Weisenmiller  
 23 GREGORY E. GARMAN  
 24 WILLIAM M. NOALL  
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